

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

BELLSOUTH TELECOMMUNICATIONS, INC.
d/b/a AT&T Tennessee,

Plaintiff,

v.

**The TENNESSEE REGULATORY AUTHORITY;
EDDIE ROBERSON, in his official capacity as Chairman
of the Tennessee Regulatory Authority; SARA KYLE, in her
official capacity as Director of the Tennessee Regulatory
Authority; and RON JONES, in his official capacity as
Director of the Tennessee Regulatory Authority,**

Defendants.

Case No. 3:08-00059

Judge Haynes

**MEMORANDUM OF LAW IN SUPPORT OF MOTION FOR LEAVE
TO MANUALLY FILE THE ADMINISTRATIVE RECORD ON CD-ROM DISK**

Comes now the Respondent, Tennessee Regulatory Authority (“TRA” or “Authority”), by and through its undersigned counsel, and files its *Memorandum of Law in Support of Motion for Leave to Manually File the Administrative Record on CD-ROM*. As grounds in support of its Motion, the Authority further states:

1. Under M.D. Tenn. Local R. 5.03 and M.D. Tenn. § 5.09 (Admin. Order No. 167), Respondent is required, absent good cause shown, to electronically file the administrative record.
2. M.D. Tenn. § 5.02 (Admin. Order No. 167) limits electronically filed documents to 10 MB in size, and requires that documents that exceed 10 MB be divided into

separate documents that are each less than 10 MB in size and include them as attachments to the primary or initial 10 MB document.

3. In addition, M.D. Tenn. § 5.09 (Admin. Order No. 167) allows for paper filing of large records with the Court's approval.
4. Moreover, M.D. Tenn. Local R. 1.02 empowers the Court to deviate from any provision of any Local Rule when such deviation is appropriate for the needs of the case and the administration of justice.
5. The procedural schedule set by the Court's Order issued November 29, 2010, requires the Authority to file the administrative record within 20 days, which correlates to December 19, 2010. Under Rule 6(a)(1)(c) of the Federal Rules of Civil Procedure, because December 19th falls on a Sunday, the time in which to file the record is extended to December 20, 2010.
6. Identified for review in this appeal are the following five substantive issues: Section 271 jurisdiction, Greenfield loops, provisions of splitters to CLECs, wholesale performance plan and termination liability.
7. Inasmuch as the underlying evidence necessary to a complete presentation of the issues is spread throughout the record, and in many cases intertwined with other issues in the same testimony or document, the administrative record to be filed with the Court is voluminous; calculated at approximately 227 MB, and estimated to exceed 10,000 pages of paper.
8. Counsel for the Plaintiff BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee does not oppose this request.

In conclusion, the Authority submits that good cause exists for deviation from the standard electronic and alternative traditional paper filing requirements set forth in the Local Rules and that the Court's grant of leave to file the administrative record of proceedings by CD-ROM disk will facilitate the timely and efficient filing of the administrative record in this appeal. In addition, the Authority believes that having the administrative record available on CD-ROM will serve to streamline the review and use of the record by the Court and parties. Nonetheless, should the Court require the administrative record to be produced in a form other than CD-ROM, due to its immensity, the Authority may need additional time in which to properly prepare the record for filing with the Court. The Authority has contacted AT&T Tennessee regarding the filing of this request, and AT&T Tennessee stated that it has no opposition to this motion.

Finally, the Authority has prepared and proffers for judicial review and inspection a CD-ROM disk, labeled Exhibit A, containing the administrative record of proceedings with embedded document hyperlinks and copies of all documents, including transcripts, in PDF format, identical in form and content to what the Authority proposes for filing in this case. The CD-ROM is being hand-delivered to the Clerk of the Court simultaneously with this filing for consideration in conjunction with the instant Motion and Memorandum. Wherefore, for the foregoing reasons, the Tennessee Regulatory Authority respectfully requests that the Court grant its *Motion for Leave to Manually File the Administrative Record on CD-ROM*.

Dated this 14th day of December, 2010.

Respectfully submitted,

s/Rebecca S. Montgomery
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CERTIFICATE OF SERVICE

I hereby certify that a true and exact copy of the foregoing document has been service on the following person(s), via the method(s) indicated, on this the 14th day of December, 2010:

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